

The Huntington National Bank

105 East Fourth Street, Suite 200,
Cincinnati, OH 45202
513/639-8342; fax 513/877-343-5676

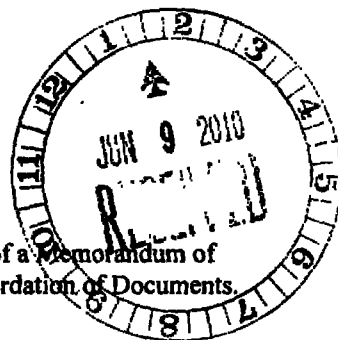
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

RECORDATION NO. 29313 FILED

JUN 09 '10 -4 40 PM

June 8, 2010

SURFACE TRANSPORTATION BOARD



Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of May 20, 2010, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

Lessee: Rail Connection, Inc.
737 Eleanor Industrial Park
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:
(100) One-Hundred, 4,000 cubic capacity, 263,000 gross weight on rail limit steel coal
hoppers bearing the marks as described below.

APPX9000, APPX9001, APPX9002, APPX9003, APPX9004, APPX9005, APPX9006, APPX9007, APPX9008,
APPX9009, APPX9010, APPX9011, APPX9012, APPX9013, APPX9014, APPX9015, APPX9016, APPX9017,
APPX9018, APPX9019, APPX9020, APPX9021, APPX9022, APPX9023, APPX9024, APPX9025, APPX9026,
APPX9027, APPX9028, APPX9029, APPX9030, APPX9031, APPX9032, APPX9033, APPX9034, APPX9035,
APPX9036, APPX9037, APPX9038, APPX9039, APPX9040, APPX9041, APPX9042, APPX9043, APPX9044,
APPX9045, APPX9046, APPX9047, APPX9048, APPX9049, APPX9050, APPX9051, APPX9052, APPX9053,
APPX9054, APPX9055, APPX9056, APPX9057, APPX9058, APPX9059, APPX9060, APPX9061, APPX9062,
APPX9063, APPX9064, APPX9065, APPX9066, APPX9067, APPX9068, APPX9069, APPX9070, APPX9071,
APPX9072, APPX9073, APPX9074, APPX9075, APPX9076, APPX9077, APPX9078, APPX9079, APPX9080,
APPX9081, APPX9082, APPX9083, APPX9084, APPX9085, APPX9086, APPX9087, APPX9088, APPX9089,
APPX9090, APPX9091, APPX9092, APPX9093, APPX9094, APPX9095, APPX9096, APPX9097, APPX9098,
APPX9099

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,

Todd A. Schemmel
Sales Coordinator
The Huntington National Bank
105 East 4th Street CN01
Cincinnati, OH 45202
Direct Line: (513) 639-8342
Fax: (877) 343-5676
Todd.Schemmel@Huntington.com

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SURFACE TRANSPORTATION BOARD

EXHIBIT A
DESCRIPTION OF RAILCARS

This is Exhibit A to the Memorandum of Lease dated April 10, 2009 between The Huntington National Bank "Lessor" and Rail Connection, Inc. "Lessee".

Quantity of Cars: (100) One- Hundred

Description of Cars: One - Hundred 1980 Built 4,000 cubic feet capacity, 263,000 lbs gross weight on rail limit, steel coal hoppers

APPX9000, APPX9001, APPX9002, APPX9003, APPX9004, APPX9005, APPX9006, APPX9007, APPX9008, APPX9009, APPX9010, APPX9011, APPX9012, APPX9013, APPX9014, APPX9015, APPX9016, APPX9017, APPX9018, APPX9019, APPX9020, APPX9021, APPX9022, APPX9023, APPX9024, APPX9025, APPX9026, APPX9027, APPX9028, APPX9029, APPX9030, APPX9031, APPX9032, APPX9033, APPX9034, APPX9035, APPX9036, APPX9037, APPX9038, APPX9039, APPX9040, APPX9041, APPX9042, APPX9043, APPX9044, APPX9045, APPX9046, APPX9047, APPX9048, APPX9049, APPX9050, APPX9051, APPX9052, APPX9053, APPX9054, APPX9055, APPX9056, APPX9057, APPX9058, APPX9059, APPX9060, APPX9061, APPX9062, APPX9063, APPX9064, APPX9065, APPX9066, APPX9067, APPX9068, APPX9069, APPX9070, APPX9071, APPX9072, APPX9073, APPX9074, APPX9075, APPX9076, APPX9077, APPX9078, APPX9079, APPX9080, APPX9081, APPX9082, APPX9083, APPX9084, APPX9085, APPX9086, APPX9087, APPX9088, APPX9089, APPX9090, APPX9091, APPX9092, APPX9093, APPX9094, APPX9095, APPX9096, APPX9097, APPX9098, APPX9099

W KH



MEMORANDUM OF LEASE

- 1.) Pursuant to that certain Master Lease Agreement dated May 20, 2010 and the related Financing Lease Schedule No. 6243.19 dated May 20, 2010 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
Equipment Finance Division
105 East Fourth Street
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
PO Box 800
Eleanor, WV 25070
- 3.) The term of the Lease is one year(s) commencing on May 20 2010 and will expired on May 20, 2011 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of

The Huntington National Bank

By: Todd A. Schemmel
Name: Todd A. Schemmel
Title: Sales Coordinator

State of Ohio, County of Hamilton

On 6/7/10 before me personally appeared Todd A. Schemmel, to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



CLARISSA L. FISCUS
Notary Public, State of Ohio
My Commission Expires
November 27, 2012

Clarissa L. Fiscus
Notary Public
My commission expires 11/27/12

Rail Connection, Inc.
By: Warren K. Higginbotham
Name: Warren K. Higginbotham
Title: V.P.

State of West Virginia, County of Putnam

On 5/19/10 before me personally appeared Warren K. Higginbotham, to me personally know, who being by me duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Sara K. Jarrett
Notary Public
My commission expires April 26, 2011